

or Q^1 and R^8 taken together are dihydropyrrolidine, optionally substituted with R^{12} ;

Z^1 is $CH_2(CH_2)_p$, $CH(OH)(CH_2)_p$, or $C(O)$;

Z^2 is $(O)_pS$, O , or $N(R^{13})$;

Z^3 is $(O)_pS$ or O ;

A^1 is H or CH_3 ;

A^2 is selected from the group consisting of:

- a) H ,
- b) HO ,
- c) CH_3 ,
- d) CH_3O ,
- e) $R^{14}OCH_2=C(O)NH$,
- f) $R^{15}OC(O)NH$,
- g) (C_1-C_3) alkoxycarbonyl,
- h) $HOCH_2$,
- i) CH_3ONH ,
- j) $CH_3C(O)$,
- k) $CH_3C(O)CH_2$,
- l) $CH_3C(OCH_2CH_2O)$, and
- m) $CH_3C(OCH_2CH_2O)CH_2$,

or A^1-C-A^2 taken together are $CH_3-C(OCH_2CH_2O)$, $C(O)$, or $C(=NR^{22})$;

R^8 is H or F , or is taken together with Q^1 as above;

R^9 is H or F ;

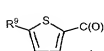
R^{10} and R^{11} are taken together with the N atom to form a 3,7-

diazabicyclo[3.3.0]octane, pyrrole, pyrazole, imidazole, 1,2,3-triazole, 1,2,4-triazole, morpholine or a piperazine group, optionally substituted with R^{13} ;

R^{12} is selected from the group consisting of:

- a) $CH_3C(O)-$,

- 5
b) HC(O)- ,
c) $\text{Cl}_2\text{CHC(O)-}$,
d) $\text{HOCH}_2\text{C(O)-}$,
e) CH_3SO_2- ,
f) $\text{F}_2\text{CHC(O)-}$,
g) $\text{H}_3\text{CC(O)OCH}_2\text{C(O)-}$,
h) $\text{HC(O)OCH}_2\text{C(O)-}$,
i) $\text{R}^{21}\text{C(O)OCH}_2\text{C(O)-}$,
j) $\text{H}_3\text{CCHCH}_2\text{OCH}_2\text{C(O)-}$,
10 k) $\text{benzylOCH}_2\text{C(O)-}$,
l)-m)

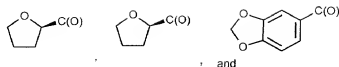


, and



15 R^{13} is selected from the group consisting of:

- a) $\text{R}^{14}\text{OC(R}^{16})(\text{R}^{17})\text{C(O)-}$,
b) $\text{R}^{15}\text{OC(O)-}$,
c) $\text{R}^{18}\text{C(O)-}$,
d) $\text{H}_3\text{CC(O)(CH}_2)_2\text{C(O)-}$,
20 e) $\text{R}^{19}\text{SO}_2-$,
f) $\text{HOCH}_2\text{C(O)-}$,
g) $\text{R}^{20}(\text{CH}_2)_2-$,
h) $\text{R}^{21}\text{C(O)OCH}_2\text{C(O)-}$,
i) $(\text{CH}_3)_2\text{NCH}_2\text{C(O)NH-}$,
25 j) NCCH_2- ,
k) F_2CHCH_2- ,
l)-m)



R^{14} is H, CH_3 , benzyl, or $CH_3C(O)-$;

R^{15} is (C_1-C_3) alkyl, aryl, or benzyl;

R^{16} and R^{17} , independently, are H or CH_3 ;

R^{18} is selected from the group consisting of:

- a) $H-$,
- b) (C_1-C_4) alkyl,
- c) $aryl(CH_2)_m$,
- d) ClH_2C- ,
- e) Cl_2HC- ,
- f) FH_2C- ,
- g) F_2HC- , and
- h) (C_3-C_6) cycloalkyl;

R^{19} is selected from the group consisting of:

- a) CH_3 ,
- b) CH_2Cl ,
- c) $CH_2CH=CH_2$,
- d) aryl, and
- e) CH_2CN ;

R^{20} is OH, CH_3O- , or F;

R^{21} is:

- a) CH_3- ,
- b) $HOCH_2-$,
- c) aniline, or
- d) $(CH_3)_2N-CH_2-$,

R^{22} is selected from the group consisting of: